



**Joseph Transportation Services, Inc.**  
*a subsidiary of Joseph Transportation*

February 26, 2002

Ms. Taledia Stokes  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

21948-F  
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Ts  
SURFACE TRANSPORTATION BOARD



Dear Ms. Stokes:

Please find enclosed, two (2) originals of the Memorandum of Schedule No. 003 to the Railroad Equipment Master Lease dated as of January 14, 2002, between the following parties:

Lessee: Ohio Central Railroad, Inc.  
136 South Fifth Street  
Coshocton, OH 43812

Lessor: Joseph Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Please see exhibit A for the equipment, seven (7) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Schedule No. 3 to Railroad Equipment Master Lease dated as of January 14, 2002 related to seven (7) railcars bearing reporting marks CUOH 34629, 34670, 37027, 38446, 38500, 38579, and 38592.

Please file this as a secondary document under the Recordation Number 21948-F, as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 21948 through 21948-E.

The filing fee for this document in the amount of \$28.00, is included on check #18308. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500, ext. 4239.

Sincerely,

Joseph Transportation Services, Inc.

*Julie M. Woodard*

Julie M. Woodard  
Documentation Coordinator

Enclosures

Corporate Offices: 300 Pike Street, Cincinnati, OH 45202-4222  
Mail Address: P.O. Box 1077, Cincinnati, OH 45201-1077  
513-929-4500 FAX 513-345-4375

**MEMORANDUM OF  
SCHEDULE NO. 003  
TO THE RAILROAD EQUIPMENT MASTER LEASE**

This **MEMORANDUM OF SCHEDULE NO. 003 TO THE RAILROAD EQUIPMENT MASTER LEASE** ("Memorandum of Schedule No. 3") entered into this 14 day of January, 2002, is intended to evidence the schedule dated as of January 14, 2002 (the "Schedule No. 3"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **OHIO CENTRAL RAILROAD**, an Ohio corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the seven (7) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**FURTHER**, the Memorandum of Railroad Equipment Master Lease (the "Memorandum of Lease") dated December 15, 1998, between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on January 8, 1999 with Recordation No. 21948. Subsequently, the Memorandum of Amendment No. 1 to Schedule No. 001 to the Railroad Equipment Master Lease was duly filed with the STB on February 2, 1999 with Recordation No. 21948-A. Further, the Memorandum of Amendment No. 2 Lease was duly filed with the STB on February 22, 1999 with Recordation No. 21948-B. Further the Memorandum of Schedule No. 2 was submitted for filing on October 30, 2001 and will receive Recordation No. 21948-C, this Memorandum of Schedule No. 3 should receive Recordation No. 21948-D.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Schedule No. 3 on the date indicated below its signature.

**JOSEPH TRANSPORTATION SERVICES, INC.**

**OHIO CENTRAL RAILROAD**

By: Paul G. Jantsch

By: William A. Strawn II

Name: Paul G. Jantsch

Name: William A. Strawn II

Title: President

Title: President

Date: January 14, 2002

Date: FEBRUARY 15, 2002

RECORDATION NO. 21948-F FILED

MAR 11 '02 3:39 PM

**SURFACE TRANSPORTATION BOARD**

STATE OF OHIO            )  
                                  )    SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 14 day of January, 2002, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Julie M. Woodard  
Notary Public

My Commission expires:

Sept. 24, 2002



JULIE M. WOODARD  
Notary Public, State of Ohio  
My Commission Expires Sept. 24, 2002

STATE OF OHIO            )  
                                  )    SS:  
COUNTY OF Coshocton )

The foregoing instrument was acknowledged before me this 15 day of January, 2002, by William A. Strawn II, the President of Ohio Central Railroad, an Ohio corporation, on behalf of the corporation.

Kimberly R. Wright  
Notary Public

My Commission expires:

July 2, 2003



KIMBERLY R. WRIGHT  
Notary Public, State of Ohio  
My Commission Expires  
July 2nd, 2003

## **EXHIBIT A**

To the Memorandum of Schedule No. 3 dated January\_\_, 2002, between Joseph Transportation Services, Inc. and Ohio Central Railroad.

### **DESCRIPTION OF UNITS**

Seven (7) railcars bearing reporting marks as follows:

CUOH 34629, 34670, 37027, 38446, 38500, 38579, 38592